UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

CITY OF TAYLOR GENERAL EMPLOYEES RETIREMENT SYSTEM, on behalf of itself and all others similarly situated

Plaintiff,

- against -

SANOFI-AVENTIS, JEAN-FRANCOIS DEHECO, GERARD LE FUR, HANSPETER SPEK, MARC CLUZEL AND JEAN-PIERRE LEHNER.

Defendants.

CARRIE SMITH, individually and on behalf of all others similarly situated,

Plaintiff,

- against -

SANOFI-AVENTIS, JEAN-FRANCOIS DEHECQ, GERARD LE FUR, HANSPETER SPEK, MARC CLUZEL AND JEAN-PIERRE LEHNER,

Defendants.

07-CV-10279 (GBD)

CLASS ACTION

08-CV-00021

CLASS ACTION

STIPULATION REGARDING CASE ADMINISTRATION, SERVICE AND SCHEDULING MATTERS

IT IS HEREBY STIPULATED AND AGREED by and between the undersigned counsel for all of the parties in the above-captioned matters, as follows:

l. The parties jointly request that the Court consolidate the above-captioned actions pursuant to 15 U.S.C. § 78u-4(a)(3)(B)(ii) with the caption "In re: sanofi-aventis Securities Litigation."

- 2. Lead plaintiffs in the consolidated action shall file and serve an amended complaint in the consolidated action (the "Amended Complaint") sixty days after entry of the Order appointing lead plaintiff and lead counsel pursuant to 15 U.S.C. § 78u-4(a)(3)(B)(ii).
- Defendants shall answer or move to dismiss the Amended Complaint sixty days from service of the Amended Complaint.
- Plaintiffs shall serve a response to Defendants' motion to dismiss the
 Amended Complaint sixty days from service of such motion.
- Defendants shall serve a reply to Plaintiffs' opposition to Defendants'
 motion to dismiss the Amended Complaint thirty days from service of such opposition.
- 6. Service of the Amended Complaint on undersigned counsel for defendant sanofi-aventis shall constitute service on sanofi-aventis, and Plaintiffs shall serve the Amended Complaint upon undersigned counsel; provided, however, defendant sanofi-aventis's authorization of their counsel to accept service of the Amended Complaint shall not be construed to waive, forfeit or limit any other defenses that may be raised by sanofi-aventis, including (but not limited to) lack of personal jurisdiction or *forum non conveniens*, or to waive, forfeit or limit sanofi-aventis's rights or duties under any other rule, statute or treaty that may be applicable to this litigation or to the parties, including (but not limited to) the Hague Convention on Taking of Evidence Abroad in Civil or Commercial Matters.

Agreed to this _____day of February, 2008, by:

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SO ORDERED: FED 1 3 2008

George & Daniels United States District Judge

Date: February ____, 2008